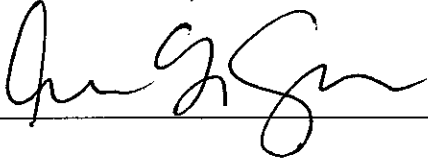


IN WITNESS WHEREOF, each Party has caused this Amendment to be executed by its duly authorized representative.

Level 3 Communications, LLC

By: 

Printed: Andrea Gavalas

Title: Vice President, Wholesale Softswitch Services

Date: March 23, 2005

Wisconsin Bell, Inc. d/b/a SBC Wisconsin, by SBC Operations, Inc., its authorized agent

By: 

Printed: Rebecca L. Sparks

Title: for AVP-Local Interconnection Marketing

Date: MAR 24 2005

FACILITIES-BASED OCN # _____

ACNA _____